

EXHIBIT

5



September 26, 2008

VIA FACSIMILE AND COURIER

Lehman Brothers OTC Derivatives Inc.
c/o Lehman Brothers Inc.
Legal Compliance and Audit Group
Capital Markets Contracts - Legal
745 Seventh Avenue, 19th Floor
New York, New York 10019
Attention: Documentation Manager
Telephone No.: 212-526-7187
Facsimile No.: 212-526-7672

Lehman Brothers OTC Derivatives Inc.
745 Seventh Avenue
New York, New York 10019
Attention: Marcus Weickel
Facsimile: 646-834-2928
Telephone: 212-526-0042

Re: *VWAP Prepaid Share Forward Transaction – Your Global ID 3990242*

Dear Sir or Madam:

Reference is made to the confirmation ("**Confirmation**"), dated as of August 1, 2008, representing the terms and provisions of the VWAP Prepaid Share Forward Transaction (the "**Transaction**") entered into between Lehman Brothers OTC Derivatives Inc. ("**Lehman**," "**Party A**" or "**you**") and Intel Corporation ("**Counterparty**," "**Party B**," "**we**" or "**us**"), Lehman's Global ID number 3990242, which Confirmation supplements, forms a part of, and is subject to an agreement in the form of the 1992 ISDA Master Agreement (Multicurrency-Cross Border) (the "**Agreement**") dated February 1, 2008 between Party A and Party B (as modified with respect to the Transaction as provided in the Confirmation). All capitalized terms not defined herein shall have the meaning set forth in the Confirmation or the Agreement, as applicable.

The Calculation Period under the Confirmation ended today, and in accordance with the terms of the Confirmation, we calculate that the Forward Price is \$19.8872 and the Final Notional Amount is US \$1 billion. As previously agreed, the Forward Price Adjustment Amount is \$0.106. Therefore, pursuant to the terms of the Confirmation, the Number of Shares to be Delivered is 50,552,943 Shares and the Cash Delivery Amount is zero (\$0.00). We note that Lehman is required to deliver the Number of Shares to be Delivered at or prior to 4:30 p.m. New York time on Monday, September 29, 2008. In light of recent events with respect to Lehman

Intel Corporation
2200 Mission College Blvd.
Santa Clara, CA 95054

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Brothers Holdings Inc. and its subsidiaries, and given the absence of communications from our contacts at Lehman, please let us know as soon as possible if Lehman will be performing under the terms of the Confirmation.

We also note that an Event of Default under Section 5(a)(vii) of the Agreement occurred on September 15, 2008, and remains continuing, as a result of Lehman Brothers Holdings Inc., a Credit Support Provider under the terms of the Agreement, filing a case under chapter 11 of the Bankruptcy Code. We reserve all our rights in respect of such Event of Default and any other Event of Default.

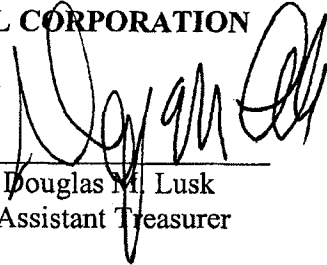
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Kind regards,

INTEL CORPORATION

By: 
Name: Douglas M. Lusk
Title: Assistant Treasurer

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